

EXHIBIT 7

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)

In re:

SUNTERRA CORPORATION, et al.,
ENTERED Debtors.

MAR 05 2003

CLERK'S OFFICE
U. S. BANKRUPTCY COURT
DISTRICT OF MARYLAND
BALTIMORE

Case Nos. 00-5-6931-JS through
00-5-6967-JS, 00-5-8313-JS, and
00-6-3718-JS

(Chapter 11)
(Jointly Administered
under Case No. 00-5-6931-JS)

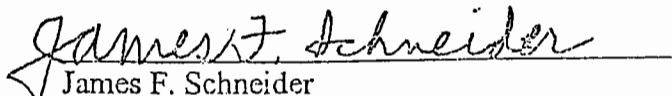
**ORDER APPROVING MOTION TO ESTABLISH CURE AMOUNTS FOR CERTAIN
EXECUTORY CONTRACTS AND UNEXPIRED LEASES ASSUMED PURSUANT TO
THE THIRD AMENDED AND RESTATED JOINT PLAN OF REORGANIZATION OF
SUNTERRA CORPORATION AND AFFILIATED DEBTORS, AS AMENDED**

Upon the motion (the "Motion") of Sunterra Corporation, *et al.* (collectively, "Sunterra"), for entry of an order establishing cure amounts for certain assumed executory contracts and unexpired leases; and due and adequate notice of the Motion having been provided; and after due deliberation, and sufficient cause appearing for granting the relief requested in the Motion, and for the reasons stated therein; it is this 27th day of February, 2003, by the United States Bankruptcy Court for the District of Maryland,

ORDERED, that the Motion is granted; and it is further

ORDERED, that the capitalized terms not defined herein shall have the meaning ascribed to them in the Motion;

ORDERED, the Cure Amounts as set forth in Exhibit 1 to the Motion, and also attached to this Order as **Exhibit 1**, comprise the obligations necessary for Sunterra to cure all defaults under the Assumed Obligations pursuant to section 365 of the Bankruptcy Code.


James F. Schneider
United States Bankruptcy Judge

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U. S. Trustee
Office of U.S. Trustee
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Baltimore, Maryland 21201

EXHIBIT 1

Contract Number	Entity	Main File Name
805	RMI	Advanta Business Services
355	AKGI St. Maarten, N.V.	AKGI St. Maarten & Briella Lease Agreement
270	Sunterra Corporation	Alarnico Agreement
483	Sunterra Corporation	Americanada Wholesale Contract Agreement
802	Sunterra Corporation	Bankruptcy Services LLC Services Agreement
80	Sunterra Corporation	Bellsouth Mobility
164	Sunterra Corporation	Bent Creek Reciprocal Rights Agreement
558	Sunterra Corporation	Best Pest Control Service Agreement
414	RMI	Bradshaw Brothers SubLease Agreement
653	AKGI St. Maarten, N.V.	Bunchie's Garage & Trucking N.V.
495	AKGI St. Maarten, N.V.	C. H. Pest Control Contract
434	AKGI St. Maarten, N.V.	C.H. Pest Control Agreement
239	Sunterra Corporation	Cahners Travel Group Advertising Contract
813	Sunterra Resorts	Camelot International
814	Sunterra Resorts	Camelot International
409	RMI	Canyon Portals Amendment to Lease
199	All Season Resorts	Canyon Portals Lease Agreement
670	RMI, Inc.	Charter Communications
343	Sunterra Corporation	Charter Communications Entertainment and Bulk Rate Agreement for Cable
142	Sunterra Financial Services, Inc.	Concord Servicing Agreement
197	AKGI St. Maarten, N.V.	Courtwell Management Lease Agreement

Contract Number	Entity	Main File Name
644	Sunterra Resorts/Seclona Summit Resort	Creative Design Concepts
273	Sunterra Financial Services, Inc.	Danka Equipment Maintenance Agreement
168	Sunterra Corporation	Dexron Investments
386	RMI	Don Hopkins Lease Modification Agreement
413	RMI	Earnshaw Investors, Ltd. Lease Agreement
671	Resort Marketing International, Inc.	EVR – Lake Tahoe Management Agreement
387	RMI	Falcon Land Company Lease Agreement
388	RMI	Felsot Lease Agreement
379	Sunterra Corporation	Fidelity Leasing Equipment Lease Agreement – 001-0012048-001 Corp.
279	Sunterra Corporation	Finova Servicing Agreement
133	Bent Creek Golf Village	Five Star Communications Management Agreement
421	All Seasons Realty, Inc.	Fournos Restaurant Voucher Agreement
393	Sunterra Corporation	Gardening Angels Landscape Maintenance Agreement
740	Sunterra Resorts	GE Capital Equipment Lease Agreement Contract No. 6875178-001
489	Sunterra Corporation	Golf Holidays International Advertising Agreement
218	Sunterra Corporation	Golf Market Agreement
193	AKGI St. Maarten, N.V.	Heytex Lease Agreement
679	Sunterra Corporation	IKON Office Solutions – Copy Care Contract EVR Lake Tahoe
391	RMI	Ingersoll/Boisse Associates Agreement
680	Sunterra Corporation (Harich Tahoe Development)	IOS Capital – EVR Lake Tahoe

Contract Number	Entity	Main File Name
38	Sunterra Corporation	K.K. Sunterra Japan Inventory Rental/License Agreement
416	RMI	Lantex Builders Lease Agreement
336	Sunterra Corporation	Lucent – Newcourt Communications Master Equipment Lease Agreement
418	RMI	Maria's Restaurant Voucher Agreement
354	Sunterra Corporation	Metro Communications Production Agreement
320	Sunterra Corporation	Morgan, the Dukes Lease Agreement – 2 nd modification
206	Sunterra Corporation	Network 21 Phone Agreement
411	RMI	Oak Creek Factory Outlet Lease
579	Sunterra Resorts	One of One, Inc.
69	Sunterra Corporation	OUC Commercial Electric Service Agreement
655	AKGI St. Maarten, N.V.	Phimaca N.V. d/b/a Hertz
395	RMI	Pitney Bowes Equipment Lease
350	Sunterra Corporation	Pitney Bowes Lease Agreement
691	Sunterra Corporation	Property Technologies, LTD
52	Sunterra Corporation	Public Storage Rental Agreement
448	RMI	Quality Inn Historic Contract
654	AKGI St. Maarten, N.V.	Quality Pools – Pool Service Contract
332	Sunterra Corporation	RE/MAX Exclusive Buyer Agency Agreement
673	The Ridge Pointe Resort	Ridge Pointe – II Space Agreement
424	RMI	Roberts Creekside Voucher Agreement
389	RMI	Rollics Camera Shop Lease Agreement

Contract Number	Entity	Main File Name
262	Sunterra Corporation	RSI – Master Service Agreement
645	Sunterra Resorts/Sedona Summit	Schaller Construction
499	Sunterra Corporation	Scott Robins Construction Agreement
204	Sunterra Corporation	Seaside Vending Agreement
412	RMI	Sedona Centre Development Group Lease Agreement
15	RMI	Sedona Centre Lease Agreement Modification
436	AKGI St. Maarten, N.V.	Shell Antilles Supply Agreement
194	AKGI St. Maarten, N.V.	Ship Wreck Club Lease Agreement
198	AKGI St. Maarten, N.V.	Shipwreck Shop Lease Agreement
415	RMI	Sinagua Plaza Associates Lease Agreement
751	Sunterra Corporation	Software Agreement/Microsoft
796	RMI, Inc./First American Tour & Travel	Spinnaker Development Corp.
873	AKGI-St. Maarten	St. Maarten Island Territory Ground Lease (Royal Palm)
716	AKGI-St. Maarten (Flamingo & Royal Palm)	St. Maarten Telephone Company
840	Sunterra Corporation	St. Maarten Timeshare Owners
417	RMI	The Cowboy Club Voucher Agreement
422	RMI	The Grille At Shadow Rock Voucher Agreement
423	All Seasons Realty, Inc.	The Marketplace Café Voucher Agreement
183	RMI	Torsion, Inc. Lease Agreement
292	Sunterra Corporation	Transamerica Master Lease Agreement
874	All Seasons Resorts, Inc. (AZ)	Villas at Poco Diablo Ground Leases
756	Resort Marketing International, Inc.	Villa at Poco Diablo Owners' Association
750	Resort Marketing International, Inc.	Villas of Sedona Owners' Association

Contract Number	Entity	Main File Name
848	Sunterra Corporation	Concord Servicing Corporation Subservicing Agreement – 1998-A
852	Sunterra Financial Services	Concord Servicing Corporation Subservicing Agreement – 1999-A
855	Sunterra Financial Services	Concord Servicing Corporation Subservicing Agreement – 1999-B
866	Sunterra Corporation	Concord Servicing Corporation Subservicing Agreement – Blue Bison Facility
846	Sunterra Corporation	Oracle Software License & Service Agreement
859	Sunterra Corporation	UBOC, International Escrow and Schreeder Wheeler & Flint Custody and Escrow Agreement
110	Sunterra Corporation	BellSouth Telecommunications
296	RMI	Hollywood Wax Museum Lease Agreement
457	Sunterra Corporation	Resort Computer Corporation Software License Agreement
868.	Sunterra Corporation	Poipu Resort Partners, LP Partnership Agreement
869	Sunterra Corporation	CIT Communications Finance Corporation

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